

DECLARATION AND POWER OF ATTORNEY - USA PATENT APPLICATION

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name;

I believe I am an original, first and joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled **METHOD AND APPARATUS FOR THE NONINVASIVE ASSESSMENT OF HEMODYNAMIC PARAMETERS INCLUDING BLOOD VESSEL LOCATION**; the specification of which was filed March 22, 2001 as Application Serial No. 09/815,982.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above;

I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56;

I hereby claim the benefit under Title 35, United States Codes § 119(e) of any United States provisional application(s) listed below:

I hereby revoke any previous powers of attorney in the subject application, and hereby appoint the registrants of GAZDZINSKI & ASSOCIATES, 3914 Murphy Canyon Road, Suite A232, San Diego, California 92123, Telephone (858) 505-1166, including Robert F. Gazdzinski, Registration Number 39,990, as its attorneys with full power of substitution and revocation to prosecute this application and to transact all business in the U.S. Patent and Trademark Office connected herewith.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful, false statements may jeopardize the validity of the application or any patent issued thereon.

Full name of first inventor: Frank R. Miele

Inventor's signature

Date 8/03/01

Residence: 5425 Panoramic Lane, San Diego, California 92121

Citizenship: UNITED STATES OF AMERICA

Post Office Address: (Same as above)

Full name of second inventor: **Ronald Mucci**

Inventor's signature Ronald Mucci

Date June 29 2001

Residence: **106 Mill Street, Westwood, Massachusetts 02090**

Citizenship: **UNITED STATES OF AMERICA**

Post Office Address: **(Same as above)**

Full name of third inventor: **Gail D. Baura**

Inventor's signature Gail D. Baura

Date 8/10/01

Residence: ^{1920 FRAUDE ST.}
~~4547 Bermuda Avenue~~, San Diego, California 92107

Citizenship: **UNITED STATES OF AMERICA**

Post Office Address: **(Same as above)**

Send Correspondence To:

Robert F. Gazdzinski, Esq.
Gazdzinski & Associates
3914 Murphy Canyon Road, Suite A232
San Diego, CA 92123
Telephone No. 858-505-1166
Facsimile No. 858-505-1168

CLIENT CODE: VWAVE.001CP2

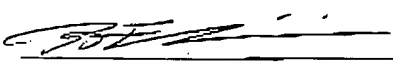
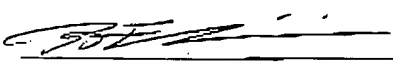
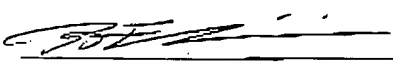
TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS: Please record the attached original documents or copy thereof.

Submission Type <input checked="" type="checkbox"/> New <input type="checkbox"/> Resubmission (Non-Recordation)-Document ID# _____ <input type="checkbox"/> Correction of PTO Error - Reel # _____ Frame # _____ <input type="checkbox"/> Corrective Document - Reel # _____ Frame # _____	Conveyance Type <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: Execution Date:
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Conveying Party(ies) Frank R. Miele, Ronald Mucci and Gail D. Baura Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Receiving Party(ies) Name: Tensys Medical, Inc. Street Address: 5825 Oberlin Drive, Suite 100 City: San Diego State: CA ZIP: 92122 Additional name(s) of receiving party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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Application Number(s) or Patent Number(s) <input type="checkbox"/> Application filed herewith <input checked="" type="checkbox"/> Patent Application No(s): 09/815,982, filed March 22, 2001 <input type="checkbox"/> Patent No(s): Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

Correspondent Name and Address Name: Robert F. Gazdzinski, Esq. Internal Address: GAZDZINSKI & ASSOCIATES Street Address: 3914 Murphy Canyon Road, Suite A232 City: San Diego State: CA ZIP: 92123 Telephone: (858) 505-1166	Fee Amount (37 CFR 3.41): \$40.00 <input checked="" type="checkbox"/> Please charge our Deposit Account No. 501423 for additional fees which may be required or credit our account for any overpayment. (A copy of this page is attached for this purpose).
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Number of Properties Enter the total number of properties involved: (1)						
Statement and signature To the best of my knowledge and belief, the foregoing information is true and correct, and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein. <table><tr><td>Robert F. Gazdzinski</td><td></td><td>SEPT 4, 2001</td></tr><tr><td>Name of Person Signing</td><td>Robert F. Gazdzinski; Reg. No. 39,990</td><td>Date</td></tr></table>	Robert F. Gazdzinski		SEPT 4, 2001	Name of Person Signing	Robert F. Gazdzinski; Reg. No. 39,990	Date
Robert F. Gazdzinski		SEPT 4, 2001				
Name of Person Signing	Robert F. Gazdzinski; Reg. No. 39,990	Date				

Pages Enter the total number of pages of the conveyance document including any attachments: (2)
Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231

ASSIGNMENT

WHEREAS, We, Frank R. Miele, a United States citizen, residing at 5425 Panoramic Lane, San Diego, California 92121, United States; Ronald Mucci, a United States citizen, residing at 106 Mill Street, Westwood, Massachusetts 02090, United States; and Gail D. Baura, a United States citizen, residing at 4547 Bermuda Avenue, San Diego, California 92107, United States, have invented certain new and useful improvements in a **METHOD AND APPARATUS FOR THE NONINVASIVE ASSESSMENT OF HEMODYNAMIC PARAMETERS INCLUDING BLOOD VESSEL LOCATION** for which we have filed an application for Letters Patent in the United States, Application No. 09/815,982, filed March 22, 2001;

AND WHEREAS, Tensys Medical, Inc. (hereinafter "ASSIGNEE"), a Delaware Corporation, with its principal place of business at 5825 Oberlin Drive, Suite 100, San Diego, California 92122, desires to acquire the entire right, title, and interest in and to the said improvements and the said Application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to me in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said inventors, do hereby acknowledge that we have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title, and interest throughout the world in, to and under the said improvements, and the said application and all divisions, renewals and continuations thereof, and all Letters Patent of the United States which may be granted thereon and all reissues and extensions thereof, and all rights of priority under International Conventions and applications for Letters Patent which may hereafter be filed for said improvements in any country or countries foreign to the United States, and all Letters Patent which may be granted for said improvements in any country or countries foreign to the United States and all extensions, renewals and reissues thereof; and we hereby authorize and request the Commissioner of Patents of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents on applications as aforesaid, to issue all Letters Patent for said improvements to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we will communicate to the said ASSIGNEE, successors, legal representatives and assigns, any facts known to us respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper patent protection for said improvements in all countries.

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 03 day of August 2000.2001

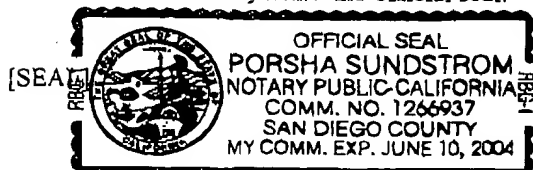

Frank R. Miele

STATE OF California
COUNTY OF San Diego

ss.

On August 03, 2001, before me, FRANK R. Miele, personally appeared Frank R. Miele personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity(ies), and that by his signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.




Notary Signature

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 2nd day of July 2001

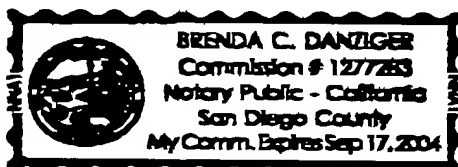
Ronald Mucci
Ronald Mucci

STATE OF CALIFORNIA
COUNTY OF SAN DIEGO] ss.

On July 2, 2001, before me, Brenda C. Danziger, personally appeared Ronald Mucci personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity(ies), and that by his signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]



Brenda C. Danziger
Notary Signature

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 16th day of August 2001

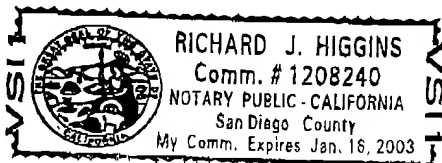
Gail D. Baura
Gail D. Baura

STATE OF
COUNTY OF] ss.

On 8/16/01, before me, Richard J. Higgins, personally appeared Gail D. Baura personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity(ies), and that by his signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]



Richard J. Higgins
Notary Signature



VWAVE.001CP2

PATENT

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant : Frank R. Miele, et al.)
App. No. : 09/815,982)
Filed : March 22, 2001)
For : METHOD AND APPARATUS FOR)
THE NONINVASIVE)
ASSESSMENT OF)
HEMODYNAMIC PARAMETERS)
INCLUDING BLOOD VESSEL)
LOCATION)
Examiner : Unknown)

ESTABLISHMENT OF RIGHT OF ASSIGNEE TO TAKE ACTION
AND
REVOCAION AND POWER OF ATTORNEY

Assistant Commissioner for Patents
Washington, D.C. 20231

Dear Sir:

The undersigned is empowered to act on behalf of the assignee below (the "Assignee"). A true copy of the original Assignment of the above-captioned application from the inventor(s) to the Assignee is attached hereto. This Assignment represents the entire chain of title of this invention from the Inventors to the Assignee.

I declare that all statements made herein are true, and that all statements made upon information and belief are believed to be true, and further, that these statements were made with the knowledge that willful, false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001, and that willful, false statements may jeopardize the validity of the application, or any patent issuing thereon.

App. No. : 09/815,982
Filed : March 22, 2001

The undersigned hereby revokes any previous powers of attorney in the subject application, and hereby appoints the registrants of GAZDZINSKI & ASSOCIATES, 3914 Murphy Canyon Road, Suite A232, San Diego, California 92123, Telephone (858) 505-1166, including Robert F. Gazdzinski, Registration Number 39,990, as its attorneys with full power of substitution and revocation to prosecute this application and to transact all business in the U.S. Patent and Trademark Office connected herewith. This appointment is to be to the exclusion of the inventor and his attorney(s) in accordance with the provisions of 37 C.F.R. § 3.71.

Tensys Medical, Inc.

Dated: Aug. 29, 2001

By: Stuart L. Gallant
Stuart L. Gallant

Title: President and Chief Operating Officer

Address: 5825 Oberlin Drive, Suite 100
San Diego, CA 92121

Application No.: 09/815,982

Filing Date: March 22, 2001

ASSIGNMENT

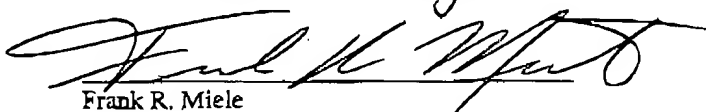
WHEREAS, We, Frank R. Miele, a United States citizen, residing at 5425 Panoramic Lane, San Diego, California 92121, United States; Ronald Mucci, a United States citizen, residing at 106 Mill Street, Westwood, Massachusetts 02090, United States; and Gail D. Baura, a United States citizen, residing at 4547 Bernada Avenue, San Diego, California 92107, United States, have invented certain new and useful improvements in a **METHOD AND APPARATUS FOR THE NONINVASIVE ASSESSMENT OF HEMODYNAMIC PARAMETERS INCLUDING BLOOD VESSEL LOCATION** for which we have filed an application for Letters Patent in the United States, Application No. 09/815,982, filed March 22, 2001;

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NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to me in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said inventors, do hereby acknowledge that we have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title, and interest throughout the world in, to and under the said improvements, and the said application and all divisions, renewals and continuations thereof, and all Letters Patent of the United States which may be granted thereon and all reissues and extensions thereof, and all rights of priority under International Conventions and applications for Letters Patent which may hereafter be filed for said improvements in any country or countries foreign to the United States, and all Letters Patent which may be granted for said improvements in any country or countries foreign to the United States and all extensions, renewals and reissues thereof; and we hereby authorize and request the Commissioner of Patents of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents on applications as aforesaid, to issue all Letters Patent for said improvements to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we will communicate to the said ASSIGNEE, successors, legal representatives and assigns, any facts known to us respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper patent protection for said improvements in all countries.

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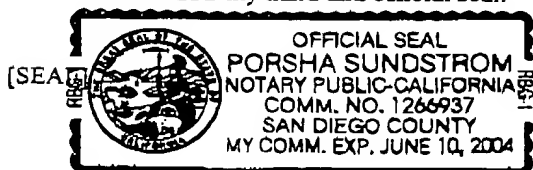

Frank R. Miele

STATE OF CaliforniaCOUNTY OF San Diego

ss.

On August 03, 2001, before me, FRANK R. Miele, personally appeared Frank R. Miele personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity(ies), and that by his signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.




Notary Signature

COPY

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 2nd day of July 2000.

Ronald Mucci

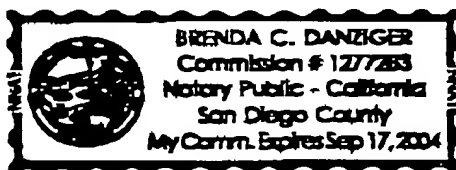
Ronald Mucci

STATE OF CALIFORNIA
COUNTY OF SAN DIEGO] ss.

On July 2, 2001, before me, Brenda C. Danziger, personally appeared Ronald Mucci personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity(ies), and that by his signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]



Brenda C. Danziger
Notary Signature

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 16th day of August 2000.

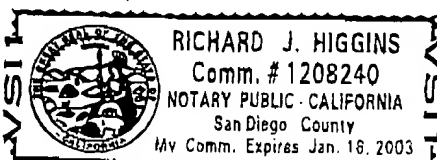
Gail D. Baura
Gail D. Baura

STATE OF
COUNTY OF] ss.

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WITNESS my hand and official seal.

[SEAL]



Richard J. Higgins
Notary Signature

COPY